



FEDERAL ELECTION COMMISSION

WASHINGTON, D.C. 20463

NOV 17 2004

**The Padberg Law Firm
1010 Market Street, Suite 650
St. Louis, Missouri 63101**

RE: MUR 5611

Dear Sir/Madam:

On November 9, 2004, the Federal Election Commission found that there is reason to believe the Padberg Law Firm violated 2 U.S.C. § 441b(a), a provision of the Federal Election Campaign Act of 1971, as amended ("the Act"). The Factual and Legal Analysis, which formed a basis for the Commission's finding, is attached for your information.

You may submit any factual or legal materials that you believe are relevant to the Commission's consideration of this matter. Please submit such materials to the General Counsel's Office within 15 days of your receipt of this letter. Where appropriate, statements should be submitted under oath. In the absence of additional information, the Commission may find probable cause to believe that a violation has occurred and proceed with conciliation.

In order to expedite the resolution of this matter, the Commission has also decided to offer to enter into negotiations directed towards reaching a conciliation agreement in settlement of this matter prior to a finding of probable cause to believe. Enclosed is a conciliation agreement that the Commission has approved.

If you are interested in expediting the resolution of this matter by pursuing preprobable cause conciliation, and if you agree with the provisions of the enclosed agreement, please sign and return the agreement, along with the civil penalty, to the Commission. In light of the fact that conciliation negotiations, prior to a finding of probable cause to believe, are limited to a maximum of 30 days, you should respond to this notification as soon as possible.

Requests for extensions of time will not be routinely granted. Requests must be made in writing at least five days prior to the due date of the response and specific good cause must be demonstrated. In addition, the Office of the General Counsel ordinarily will not give extensions beyond 20 days.

If you intend to be represented by counsel in this matter, please advise the Commission by completing the enclosed form stating the name, address, and telephone number of such counsel, and authorizing such counsel to receive any notifications and other communications from the Commission.

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This matter will remain confidential in accordance with 2 U.S.C. §§ 437g(a)(4)(B) and 437g(a)(12)(A), unless you notify the Commission in writing that you wish the investigation to be made public.

For your information, we have attached a brief description of the Commission's procedures for handling possible violations of the Act. If you have any questions, please contact Beth Mizuno, the attorney assigned to this matter, at (202) 694-1650.

Sincerely,



Bradley A. Smith
Chairman

Enclosures

Factual and Legal Analysis

Procedures

Designation of Counsel Form

Conciliation Agreement

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**FEDERAL ELECTION COMMISSION
FACTUAL AND LEGAL ANALYSIS**

RESPONDENT: The Padberg Law Firm

MUR: 5611

This matter was initiated by the Federal Election Commission ("the Commission"), pursuant to information ascertained in the normal course of carrying out its supervisory responsibilities.

The Federal Election Campaign Act of 1971, as amended ("the Act"), prohibits a corporation from making any contribution or expenditure, directly or indirectly, in connection with any Federal election from general treasury funds. 2 U.S.C. § 441b(a).

The Padberg Law Firm is a corporation organized under the laws of Missouri.

On or about August 2, 2000, the Padberg Law Firm made a \$3,000 contribution and on or about December 28, 2000, made a \$5,000 contribution to the Missouri Democratic State Committee ("the MDSC") in connection with the 2000 Federal elections. The MDSC is registered with the Commission as the Democratic state party committee in Missouri and is a political committee within the meaning of 2 U.S.C. § 431(4). The Padberg Law Firm's contribution was made with a check apparently drawn on a general corporate treasury account. Accordingly, there is reason to believe that the Padberg Law Firm made a prohibited corporate contribution to the MDSC in violation of 2 U.S.C. § 441b(a).

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